

FERRAIUOLI LLC
390 N. Orange Avenue
Suite 2300
Orlando, Florida 32801
Telephone: (407) 982-7310
Facsimile: (787) 766-7001
Email: scolon@ferraiuoli.com
Email: gchico@ferraiuoli.com

Counsel for *Luan Investment SE*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**LIMITED OBJECTION AND JOINDER TO NOTICE REGARDING INITIAL DISTRIBUTION
PURSUANT TO ADMINISTRATIVE EXPENSE CLAIMS CONSENT PROGRAM**

(Related Docket no. 6186)

TO THE HONORABLE COURT:

COMES NOW Luan Investment SE (“Luan”), by and through its undersigned counsel, and hereby objects to the *Notice Regarding Initial Distribution Pursuant to Administrative Expense Claims Consent Program* (the “*Initial Distribution Notice*”, Docket No. 6186) as follows:

1. On August 4, 2019, Luan filed a *Motion to Allow and Compel Payment of Administrative Expense Claim Under 11 U.S.C. 503(b)(1)(A) and (b)(1)(B) for Services Performed Post-Petition* (the “*Administrative Expense Motion*”, Docket No. 5060) in the amount of \$53,242.18. A hearing on the *Administrative Expense Motion* was set for October 23, 2019. See *Notice of Hearing*, Docket No. 5078.

2. On October 15, 2019, the Court entered an *Order (I) Confirming Modified Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and Its Affiliated Debtors and (II) Granting Related Relief* (the “*Confirmation Order*”, Docket No. 5370), wherein “[a]ny motion for allowance or payment of an Administrative Expense Claim that [was] pending ... after the date of the entry of this Confirmation Order (i) shall be adjourned ... and (ii) shall be treated as a proof of an Administrative Expense Claim.” Id. at p. 26, ¶ 51.

3. In accordance with the *Confirmation Order*, Luan's *Administrative Expense Motion* is treated as *Proof of Claim No. 20,467*. See *Proof of Claim No. 20,467*.

4. On November 14, 2019, Luan timely cast an *Opt-In Ballot* in the amount of \$53,242.18. See *Sears Administrative Expense Consent Program Ballot ID No. 182353801018208*, **Exhibit I**.

5. On November 15, 2019, Luan received an email from M-III Partners, the Restructuring Professional for the Debtors, acknowledging its *Opt-In Ballot* and requesting supporting documentation in order to reconcile the amounts claimed. See *November 15, 2019 Email from M-III Partners to Luan*, **Exhibit II**.

6. On November 22, 2019, Luan timely responded to and provided all supporting information regarding its administrative expense claim to M-III Partners. See *November 22, 2019 Email from Luan to M-III Partners* and *November 22, 2019 Email from M-III Partners to Luan*, **Exhibit II** and **III**.

7. On December 11, 2019, the Debtors filed the *Initial Distribution Notice* (Docket No. 6186), wherein they listed those creditors who would participate in the initial cash distribution to commence on December 13, 2019 (the "Initial Distribution Participants"). Despite filing a timely *Opt-In Ballot* and providing all supporting information, Luan was not included as an Initial Distribution Participant.

8. On December 13, 2019, the Court held an Omnibus Hearing to consider, *inter alia*, the *Initial Distribution Notice*. See *December 13, 2019 Hr'g Tr.*, Docket No. 6239.

9. At no time prior to receiving the *Initial Distribution Notice* did Luan or the undersigned counsel receive requests for additional information, notice of a dispute or other communication notifying that Luan would not be included as an Initial Distribution Participant from the Debtors, Debtors' counsel, or M-III Partners.

10. Consequently, Luan hereby joins and adopts the *Limited Objection of Bonnier Corporation to Notice Regarding Initial Distribution Pursuant to Administrative Expense Claims Consent Program* (Docket No. 6191) and any objections of similarly situated creditors with respect to the *Initial*

Distribution Notice that are not inconsistent herewith.

Reservation Of Rights

11. Luan expressly reserves all of its rights, claims, counterclaims, defenses and remedies under the Bankruptcy Code and other applicable law. Luan further reserves the right to assert additional claims against the Debtors of any nature and to amend, modify and/or supplement this Objection.

Prayer for Relief

WHEREFORE, Luan respectfully requests the Court to enter an order compelling and directing the Debtors to add Luan as an Initial Distribution Participant and granting such other and further relief as is just and proper.

Respectfully submitted.
Dated: December 18, 2019
Orlando, Florida

Ferraiuoli LLC
390 N. Orange Avenue
Suite 2300
Orlando, Florida 32801
Telephone: (407) 982-7310
Facsimile: (787) 766-7001

-and-

221 Ponce de León Avenue
5th Floor
San Juan, PR 00917
Telephone: (787) 766-7000
Facsimile: (787) 766-7001

/s/ Sonia E. Colón Colón
By: Sonia E. Colón Colón
Admitted *Pro Hac Vice*
USDC-PR No. 213809
scolon@ferraiuoli.com

/s/ Gustavo A. Chico-Barris
Gustavo A. Chico-Barris
NY State Bar No. 929147
USDC-PR No. 224205
gchico@ferraiuoli.com

Attorneys for
Luan Investment SE